



Entered on Docket
September 27, 2011

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

Robert M. Charles, Jr. (NV 6593)
John Hinderaker (AZ 018024)
Marvin Ruth (NV 10979)
3993 Howard Hughes Parkway, Ste. 600
Las Vegas, Nevada 89169-5996
Telephone (702) 949-8320
Facsimile (702) 949-8321
Email: rcharles@lrlaw.com
jhinderaker@lrlaw.com
mruth@lrlaw.com

Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining First Omnibus Objection
Of USACM Trust To Proofs Of Claim
Based Entirely Upon Investment In The
Brookmere Matteson Loan**

Hearing Date: August 30, 2011

Hearing Time: 10:30 a.m.

The Court having considered the "First Omnibus Objection Of USACM Trust To Proofs Of Claim Based Entirely Upon Investment in The Brookmere Matteson Loan," ("Brookmere Matteson Loan") [DE 8654] (the "Objection"); the Court having heard the Objection on August 30, 2011; appropriate notice of the Objection having been given; no

1 response to the Objection having been filed; the Court noting on the record that the
2 disallowance of the Claims listed on **Exhibit A** does not affect the direct lenders' right to
3 repayment by the borrower or from the collateral securing the Brookmere Matteson Loan;
4 and good cause appearing:

5 **IT IS ORDERED** that:

- 6 1. The Objection [DE 8654] is sustained; and
7 2. The claims listed on **Exhibit A** attached are disallowed in full because those
8 claims are based entirely upon an investment in the Brookmere Matteson Loan.

9
10 PREPARED AND RESPECTFULLY SUBMITTED BY:

11 **LEWIS AND ROCA LLP**

12
13 By /s/ John Hinderaker (AZ #018024)

14 Robert M. Charles, Jr.

15 John Hinderaker (*pro hac vice*)

16 3993 Howard Hughes Parkway, Ste. 600

17 Las Vegas, Nevada 89169-5996

18 Telephone: (702) 949-8320

19 Facsimile: (702) 949-8321

20 *Attorneys for USACM Liquidating Trust*

LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).

XXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: <u>Augie Landis</u>	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker. (AZ #018024)
Attorneys for USACM Liquidating Trust

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**USACM Trust
Brookmere/Matteson
Single Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount Relating to the Brookmere/ Matteson \$27,050,000 Loan	Approximate Amount Subject to Objection Because it Relates to an Investment In the Brookmere/ Matteson \$27,050,000 Loan
10725-01991	1/10/2007	Carlton JT TEN, Michael W & Helen I	416 N 10Th St Blythe, CA 92225-1835	7,397.51	7,397.51
10725-01983	1/10/2007	Carlton, Daniel	6124 Kami St North Las Vegas, NV 89081	17,260.85	17,260.85
10725-01990	1/10/2007	Carlton, Daniel	6124 Kami St North Las Vegas, NV 89081	3,698.75	3,698.75
10725-00487	10/6/2006	Carlton, Daniel & Zora N	6124 Kami St North Las Vegas, NV 89081	3,672.54	3,672.54
10728-00067	10/10/2006	Carlton, Michael W & Helen I	416 N 10Th St Blythe, CA 92225-1835	Unknown	Unknown
10725-01724	12/11/2006	Charles Robert & Geneva Cowman JT Revocable INTER VIVOS Trust	Robert Alan & Terry Lee Cowman 1525 Winterwood Ave Sparks, NV 89434-6730	13,451.36	13,451.36
10728-00043	9/25/2006	Daniel O & Takeko Carlton Revoc Trust DTD 4/30/97	C/O Daniel & Takeko Carlton Tee 6124 Kami St North Las Vegas, NV 89081	17,260.84	17,260.84
10725-00602	10/16/2006	Daryl & Yvonne Blanck Trust Dated 3/23/94	Daryl L & Yvonne M Blanck Ttees 1243 Country Club Dr Laughlin, NV 89029-1547	21,396.39	21,396.39
10725-02332	1/13/2007	Davis, Joseph IRA	3100 Ashby Ave Las Vegas, NV 89102	12,000.00	6,000.00
10725-00939	11/2/2006	English, Richard	6727 East Swarthmore Dr Anaheim, CA 92807	416.40	416.40

EXHIBIT A

2411380.1